

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:) Chapter 7
ROCKYOU, INC.,) Case No. 19-10453 (SCC)
Debtor.)

In re:) Chapter 7
MMJK, INC.,) Case No. 19-10454 (SCC)
Debtor.)

**SO ORDERED STIPULATION DIRECTING THE CHAPTER 7 TRUSTEE
TO RETURN CERTAIN FUNDS TO
CL MEDIA HOLDINGS LLC (D/B/A WILD SKY MEDIA)**

WHEREAS, pursuant to that certain Foreclosure Agreement, dated January 31, 2019 (the “Foreclosure Agreement”), between RockYou, Inc., MMJK, Inc. (together, the “Debtors”), PlayHaven, LLC, Fanbread, Inc., Gree International, Inc., Hands-On Mobile, Inc., Solitary Game LLC, RY Acquisition II, LLC, RY LT Acquisition Corp., and RY CM Acquisition Corp. (collectively, the “Loan Parties”), CL Media Holdings LLC (d/b/a Wild Sky Media) (“Wild Sky”), and Centre Lane Partners Master Credit Fund II, L.P., as administrative and collateral agent (“CLP LP”), CLP LP foreclosed upon and Wild Sky acquired certain assets (the “Subject Assets”) of the Loan Parties;

WHEREAS, the Court has already held that certain Subject Assets, namely the Loan Parties' books and records, are not property of the Debtors' estates through the *Order Regarding Chapter 7 Trustee's Motion for Entry of an Order Compelling the Turnover of the Debtors' Books*

and Records and Other Electronic Data of the Debtors in the Possession, Custody or Control of Wild Sky Media, CL Media Holdings LLC and/or Any Other Third Party to the Trustee [Docket No. 40 in Case No. 19-10453 (CSS) and Docket No. 35 in Case No. 19-10454 (CSS)];

WHEREAS, the Subject Assets also include all of the Loan Parties' accounts receivable, including those from Haworth Marketing + Media, LLC ("Haworth");

WHEREAS, Haworth issued check 408372 in the amount of \$337,326.00, made payable to RockYou, Inc., on March 22, 2019 (the "Haworth Receivable") and mailed such check to RockYou, Inc. at 642 Harrison Street, Suite 300, San Francisco, CA 94107;

WHEREAS, Salvatore LaMonica, solely in his capacity as Chapter 7 Trustee (the "Trustee") of the Debtors' estates, deposited the check into the account designated to the RockYou Inc. estate on or around April 4, 2019;

WHEREAS, Wild Sky sent the Trustee a letter requesting immediate return of the Haworth Receivable on August 20, 2019; and

WHEREAS, the Trustee and Wild Sky agreed to enter into this stipulation to facilitate the turnover of the Haworth Receivable to Wild Sky.

NOW THEREFORE, Wild Sky and the Trustee hereby stipulate and agree, and on Court approval hereof it shall be ordered, that the Trustee shall issue a check in the amount of the Haworth Receivable, or \$337,326.00, made payable to Wild Sky, and mail such check to Wild Sky to PO Box 203823, Dallas, TX 75320-3823 within five (5) business days of the date of the Court's approval of this stipulation.

Nothing herein shall constitute an acknowledgement of the validity and/or enforceability of the Foreclosure Agreement and the acquisition of Subject Assets by Wild Sky. The Trustee exclusively reserves all rights and claims of whatever kind or nature on behalf of the bankruptcy

estates of RockYou Inc. and MMJK, Inc. against Wild Sky, CLP LP and any of their related entities.

MCDERMOTT WILL & EMERY LLP LAMONICA HERBST & MANISCALCO LLP

Attorney to CL Media Holdings LLC

Attorney to the Chapter 7 Trustee

/s/ Darren Azman
Darren Azman, Esq.

/s/ Jacqulyn S. Loftin
Jacqulyn S. Loftin, Esq.

Dated: September 17, 2019

Dated: September 17, 2019

SO ORDERED this ____ day of September, 2019

HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE